



PHILIP MORRIS

U.S.A.

RESEARCH CENTER: 615 MAURY STREET, RICHMOND, VIRGINIA 23224 TELEPHONE (804) 274-2000

September 16, 2002

Mr. Jeffrey C. Milhone
Contracts Manager
Covance Laboratories Inc.
3301 Kinsman Boulevard
Madison, WI 53704

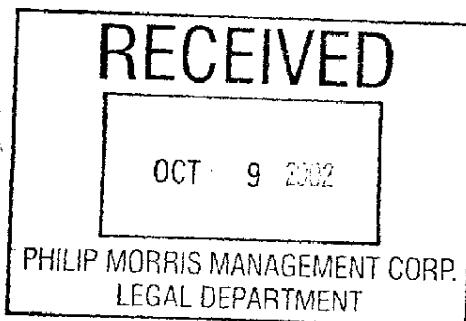
Amendment No. 2 to the Research Services Agreement between
Covance Laboratories Inc. and Philip Morris Incorporated, dated April 1, 2001

Dear Mr. Milhone:

Covance Laboratories Inc. ("CONTRACTOR") and Philip Morris Incorporated (dba Philip Morris U.S.A.) ("COMPANY") have entered into a Research Services Agreement effective April 1, 2001 and as amended September 18, 2001 (collectively the "Agreement"). Pursuant to Article 20, CONTRACTOR and COMPANY agree to amend the Agreement effective as of September 1, 2002 as follows:

1. Article 2, Term of Agreement, shall be amended to extend the term of the Agreement until June 30, 2003.

In all other respects the Agreement and its Attachments shall remain in full force and effect.

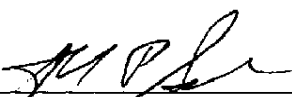


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If Covance Laboratories Inc. is in agreement with this amendment, please so indicate by having an authorized representative of Covance Laboratories Inc. sign both originals of this letter and return one of them to: Loreen L. Carchman, Philip Morris USA, Attn: Research Center, 615 Maury Street, Richmond, VA 23224.

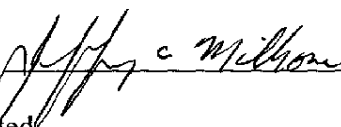
Sincerely,

PHILIP MORRIS INCORPORATED

By: 
Richard P. Solana D.V.M., Ph.D.
Vice President, Worldwide Scientific Affairs

Accepted and agreed
As of the date of this letter:

COVANCE LABORATORIES INC.

By: 
Printed
Name: Jeffrey C. Milhorne
Title: Contracts Manager